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KARL MORELL

RECORDATION NO 20169-A FILED

SEP 24 '98

1-24 PM

kmorell@bjllp.com

September 24, 1998

C. Denton Part - G. H. H.
The Honorable Vernon A Williams
Secretary
Surface Transportation Board
1925 K Street, N W , Suite 715
Washington, DC 20423-0001

Dear Secretary Williams

Enclosed is the original and one certified copy of the document described below,
to be recorded pursuant to 49 U S C § 11301

The document is a Release, a secondary document, dated August 25, 1998 The
primary document to which the Release is connected is recorded under Recordation No 20169
We request that this document be recorded under Recordation No 20169-A

The name and address of the party to the Release are

Secured Party

Frost Bank, formerly Overton Bank & Trust
4200 S Hulen
Fort Worth, Texas 76109

A description of the equipment covered by the Release consists of WTJR 4364,
WTJR 4367, WTJR 4370, WTJR 4443, WTJR 4451, and WTJR 4454

A fee of \$26 00 is enclosed Please return one original to

Karl Morell
Of Counsel
Ball Janik LLP
Suite 225
1455 F Street, N W
Washington, DC 20005

The Honorable Vernon A Williams
September 24, 1998
Page 2

A short summary of the document to appear in the index follows a Release by Frost Bank, formerly Overton Bank & Trust, 4200 S Hulen, Fort Worth, Texas 76109, covering locomotives WTJR 4364, 4367, 4370, 4443, 4451, and 4454

Sincerely,

A handwritten signature in cursive script that reads "Karl Morell". The signature is written in black ink and is positioned above the printed name.

Karl Morell

Enclosures

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

OFFICE OF THE SECRETARY

Date: 9/24/98

Louis E. Gitomer
Of Counsel
Ball Janik LLP
1455 F Street, NW., Ste. 225
Washington, DC., 20005

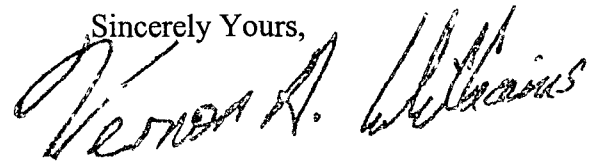
Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301

and 49 CFR 1177.3(c), on 9/24/98 at 1:24PM, and

assigned recordation number(s). 20169-A, 20268-A and 20268-B.

Sincerely Yours,



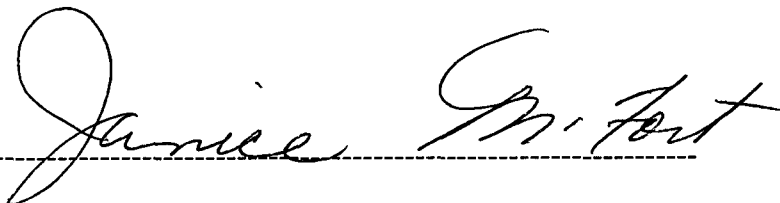
Vernon A. Williams

Enclosure(s) (3)

78.00

\$_____ The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature-----



RECORDATION NO. 20169-A FILED

SEP 24 '98

1-24 PM

RELEASE

FROST BANK, formerly OVERTON BANK & TRUST, a national banking association, with a mailing address of 4200 S. Hulen, Fort Worth, Texas 76109 hereby releases all of its right, title and interest in and to, the following locomotives:

WTJR 4364
WTJR 4367
WTJR 4370
WTJR 4443
WTJR 4451
WTJR 4454

The document to which this RELEASE relates was recorded with the Surface Transportation Board on July 2, 1996 under Recordation Number 20169.

IN WITNESS WHEREOF, FROST BANK, formerly OVERTON BANK & TRUST, has caused this RELEASE to be signed as of August 25th, 1998.

FROST BANK

By: _____

Jim Cullen
Senior Vice President

STATE OF TEXAS)
) ss.
COUNTY OF TARRANT)

I, the undersigned, a Notary Public in and for the said County, in the State aforesaid, do hereby certify that Jim Cullen, as Senior Vice President of Frost Bank, formerly Overton Bank & Trust, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act and as the free and voluntary act of said association, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal, this 25 day of August, 1998.

